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VIA UPS OVERNIGHT MAIL

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April 6, 2006

Ms. Victoria Rutson
Chief, SEA
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

Re: Surface Transportation Board (STB) Docket No. AB-6 (Sub-No. 434X); BNSF Railway Company (BNSF) Abandonment between Moore, Montana and Lewistown, Montana

Dear Ms. Rutson:

Please reference Condition # 5 (Section 106 condition) in the STB decision served on January 11, 2006, in the above-referenced docket.

In consultation with Ken Blodgett of your office, Josef Warhank with the Montana Historical Society (SHPO), and Duane Ferdinand with the Lewistown Historical Preservation Office (LHPO), BNSF has proposed advancing with salvage operations in order to satisfy an immediate need to redeploy the track assets elsewhere. With some conditions which I will outline below, the SHPO and LHPO have indicated no objection to our implementing salvage operations. We propose the following modifications to the existing condition:

BNSF shall take no steps to alter the historic integrity of all sites and structures on the right-of-way that are 50 years old or older until completion of the Section 106 process of the National Historic Preservation Act, 16 U.S.C. Section 470f (NHPA); provided, however, BNSF may proceed with salvage of the rail and track materials (rails, ties, tie plates, spikes) so long as all bridges, culverts, right of way, or trail related structures and a designated section of 150 feet of trackage (location to be specifically designated in writing by the LHPO prior to salvage) shall remain intact until completion of the Section 106 process.

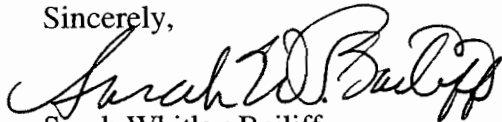
Meanwhile, we would envision following through with the Section 106 process on all remaining assets, including the corridor itself, which the SHPO considers historically significant. As information, we had preliminarily discussed, in concept, negotiation of a possible Memorandum of Agreement which would provide that in the event the rail corridor is railbanked through the National Trails Systems Act, there would be a determination of "no adverse effect" or, in the

alternative, if a railbanking agreement could not be concluded, a prescribed mitigation (as all parties may agree upon as appropriate) would otherwise apply.

We would appreciate prompt consideration of our request for a modified condition that would facilitate salvage. We have provided an advance draft copy of this letter to the SHPO and LHPO to ensure that it meets with their approval and we are serving copies of this letter in final upon them as well.

If you have any questions, please contact me at (817) 352-2354 or Sarah.Bailiff@BNSF.com or our paralegal John Sims at (817) 352-2376 or John.Sims@BNSF.com.

Sincerely,

A handwritten signature in black ink, appearing to read "Sarah W. Bailiff". The signature is fluid and cursive, with the first name "Sarah" being the most prominent.

Sarah Whitley Bailiff
Senior General Attorney

SWB/js

cc: Ken Blodgett (STB)
Josef Warhank (SHPO)
Duane Ferdinand (LHPO)
Jerry Johnson
Rich Batie
John Sims